

## **FOURTH AMENDED AND RESTATED BYLAWS**

### **PROJECT AREA COMMITTEE FOR THE NORTH LONG BEACH REDEVELOPMENT PROJECT**

#### **ARTICLE I - THE COMMITTEE**

##### **Section 1. Name of Committee**

The name of the Committee shall be the "Project Area Committee" for the North Long Beach Redevelopment Project Area (hereinafter referred to as the "PAC").

##### **Section 2. Purpose**

The PAC shall provide a means for private citizen advice to the Redevelopment Agency of the City of Long Beach, California (the "Agency"), on matters relating to the redevelopment of the North Long Beach Redevelopment Project Area (the "Project Area") in the City of Long Beach (the "City"). In order to accomplish that purpose, the PAC shall consult with and advise the Agency on:

- a. Those matters which deal with the planning and provision of residential facilities or replacement housing for those to be displaced by Project Area activities;
- b. Those matters which deal with the planning and provision of the commercial or industrial facilities and public improvements in the Project Area;
- c. Other policy matters which affect the residents and businesses of the Project Area, including the goals and objectives of redevelopment, the priority of specific projects, implementation of the North Long Beach Strategic Guide for Redevelopment and other project specific planning documents, etc.; and
- d. Any other matters regarding the Project Area which may be submitted to the PAC by the City Council, the Agency or the Planning Department.

The PAC shall be and remain established for as long as the PAC continues to function and remains representative of the Project Area, but not longer than the expiration of the Redevelopment Plan for the Project Area.

### **Section 3. Membership**

#### **a. Membership Categories and Qualifications**

To be eligible for membership on the PAC, a person must be either a:

##### **(1) Residential Owner-Occupant:**

To qualify under this category, the person must own and occupy, as his or her principal place of residence, a residential dwelling located within the Project Area.

##### **(2) Residential Tenant:**

To qualify under this category, the person must rent and occupy, as his or her principal place of residence, a residential dwelling located within the Project Area.

##### **(3) Business Owner:**

To qualify under this category, the person or the legal entity which the person represents must (a) own and operate a business within the Project Area, or (b) own real property within the Project Area and rent or lease that real property to others for business or residential uses, or (c) own and hold real property within the Project Area as an investment.

##### **(4) Representative of Existing Community Organization:**

To qualify under this category, the person must be appointed to serve as a representative member by an existing nonprofit corporation or association of persons and/or entities which has its headquarters or a site office within the Project Area or has a substantial number of constituents who are persons and/or the entities who reside or conduct business in the Project Area formed for the purpose of serving the community and generally recognized by persons within the Project Area as a community organization.

#### **b. Total Membership**

The total membership of the PAC shall be thirty-seven (37), divided among the membership categories as follows:

- (1) Twelve (12) members shall be Residential Owner-Occupants;
- (2) Eight (8) members shall be Residential Tenants;

- (3) Eight (8) members shall be Business Owners;
- (4) Nine (9) members shall be representatives of Existing Community Organizations.

#### **Section 4. Conflict of Interest**

No member shall participate in any decision which directly or indirectly affects his or her property or economic interests in a manner which is distinguishable from the effect on the Project Area as a whole or his or her interests in common with others similarly situated.

#### **Section 5. Termination of Memberships**

Membership in the PAC shall terminate in the event that:

- a. The member shall not be, or shall no longer be, a Residential Owner-Occupant, a Residential Tenant, a Business Owner or a representative of an Existing Community Organization; or
- b. The member shall not be a member, or shall no longer be a member, of that membership category from and for which he or she was elected or appointed; or
- c. The member shall have acted in violation of Article III, Section 10 of these bylaws.

#### **Section 6. Special Circumstances**

When special circumstances exist, a member may submit a written request for a waiver of the attendance requirements set forth in Article III, Section 10 of these bylaws. The request will be reviewed by the Steering Committee (Steering Committee defined in Article V – Committees) and forwarded to the PAC with a recommendation.

#### **Section 7. Resignation**

Any PAC member may resign at any time by giving written notice to the Chairperson, who shall forward such notice to the PAC and the Agency. Any such resignation will take effect upon receipt or upon any date specified therein. The acceptance of such resignation shall not be necessary to make it effective.

#### **Section 8. Filling of Vacancies**

In the event of a vacancy on the PAC, the PAC shall select a member to fill such vacancy as soon as reasonably practicable, provided, however, that if the vacancy is that of the representative member of an Existing Community Organization, the Existing Community Organization shall appoint a new representative member. New members must meet the qualifications set forth in Article I, Section 3.a.

Any candidate, except organizational representatives, desiring to fill a vacancy shall complete and submit to the PAC an application setting forth their name, address, membership category, why they want to serve as a PAC member, and any special skills/talents they can contribute to the PAC. The candidate's application shall be reviewed by the Steering Committee, which will forward their recommendation to the PAC. Any member terminated under Article I, Section 5 desiring to be reinstated as PAC member, shall submit a candidate's application.

## **ARTICLE II - OFFICERS**

### **Section 1. Officers**

The officers of the PAC shall consist of a Chairperson, a Vice Chairperson and a Secretary, who shall be elected in the manner set forth in this Article II.

### **Section 2. Chairperson**

The Chairperson shall preside at all meetings of the PAC, and shall submit such agenda, recommendations and information at such meetings as are reasonable and proper for the conduct of the business affairs and policies of the PAC. The Chairperson shall sign all documents necessary to carry out the business of the PAC. The Chairperson shall be an ex-officio member of all committees

### **Section 3. Vice Chairperson**

The Vice Chairperson shall perform the duties of the Chairperson in the absence or incapacity of the Chairperson. In the event of the death, resignation or removal of the Chairperson, the Vice Chairperson shall assume the Chairperson's duties until such time as the PAC shall elect a new Chairperson.

### **Section 4. Secretary**

The Secretary shall keep the records of the PAC, shall act as secretary at the meetings of the PAC, shall record all votes, shall record the roll and maintain the attendance records, and shall prepare minutes and keep a record of the meetings in a journal of proceedings. The Secretary shall attest to and/or countersign all

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documents of the PAC.

#### **Section 5. Additional Duties**

The officers of the PAC shall perform such other duties and functions as may from time to time be required by the PAC, the Bylaws, or other rules and regulations, or which duties and functions are incidental to the office held by such officers.

#### **Section 6. Election**

The Chairperson, Vice Chairperson and Secretary shall initially be elected from among the members of the PAC at the PAC's first regular meeting. Thereafter, the Chairperson, Vice Chairperson and Secretary shall be elected from among the members of the PAC at each annual meeting. Such officers of the PAC shall hold office until the next annual meeting of the PAC following their election and until their successors are elected and in office. Any such officer shall not be prohibited from succeeding himself or herself.

#### **Section 7. Removal of Officers**

Upon an affirmative vote by a majority of the members of the PAC present at a regular or special meeting of the PAC at which a quorum is present, any officer may be removed from office, and his successor shall be elected pursuant to Section 8 of this Article II.

#### **Section 8. Vacancies**

Should the offices of the Chairperson, Vice Chairperson or Secretary become vacant, the PAC shall elect a successor from among the PAC members at the next regular or special meeting, and such office shall be held for the unexpired term of said office.

### **ARTICLE III - MEETINGS**

#### **Section 1. Annual Meetings**

Annual meetings shall be held on the fourth Thursday in January of each year at the hour of 6:30 p.m., at TABC, Inc., 6505 Paramount Boulevard, Long Beach, California, or other location as published in the Notice of Annual Meeting, provided, however, that should said date be a legal holiday, then any such annual meeting shall be held on the next business day thereafter ensuing which is not a legal holiday. At annual meetings, officers shall be elected; reports of the affairs of the PAC shall be considered; and any other business may be transacted which is within

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the purposes of the PAC. Notice of an annual meeting shall be published in a newspaper of general circulation in the Project Area at least once not less than ten (10) days prior to the date of the annual meeting.

## **Section 2. Regular Meetings**

The PAC shall meet regularly on the fourth Thursday of each month, at the hour of 6:30 p.m., at TABC, Inc., 6505 Paramount Boulevard, Long Beach, California, provided the location may be changed from time to time by action of the PAC. In the event that the regular meeting date shall be a legal holiday, then any such regular meeting shall be on the next business day thereafter ensuing that is not a legal holiday, except November which meeting shall be held on the fourth Monday. The date of the December meeting shall be determined at the November meeting. A notice, agenda and other necessary documents shall be delivered to the members, personally or by mail, at least seventy-two (72) hours prior to the meeting.

## **Section 3. Special Meetings**

Special meetings may be held upon call of the Chairperson, or an affirmative vote by a majority of members of the PAC present at a regular or special meeting of the PAC at which a quorum is present, for the purpose of transacting any business designated in the call, after notification of all members of the PAC by written notice personally delivered or by mail at least twenty-four (24) hours before the time specified notice for a special meeting. At such special meeting, no business other than that designated in the call shall be considered.

## **Section 4. Adjourned Meetings**

Any meeting of the PAC may be adjourned to an adjourned meeting without the need for notice requirements of a special meeting, provided the adjournment indicates the date, time and place of the adjourned meeting. PAC members absent from the meeting at which the adjournment decision is made shall be notified by the Chairperson of the adjourned meeting.

## **Section 5. All Meetings to be Open and Public**

All meetings of the PAC shall be open and public to the extent required by law. All persons shall be permitted to attend any such meetings, except as otherwise provided by law.

## **Section 6. Posting Agendas/Notices**

The Secretary, or his or her authorized representative, shall post an agenda for each regular PAC meeting or a notice for each special PAC meeting containing a

brief description of each item of business to be transacted or discussed at the meeting together with the time and location of the meeting. Agendas/notices shall be posted at 333 West Ocean Boulevard, Long Beach, California; Houghton Park, 6301 Myrtle Avenue, Long Beach, California; and meeting notices published in a newspaper of general circulation in the Project Area. The Secretary shall maintain a record of such posting.

### **Section 7. Right of Public to Appear and Speak**

At every regular meeting, members of the public shall have an opportunity to address the PAC on matters within the PAC's subject matter jurisdiction. Public input and comment on matters on the agenda, as well as public input and comment on matters not otherwise on the agenda, shall be made during the time set aside for public comment; provided, however, that the PAC may direct that public input and comment on matters on the agenda be heard when the matter regularly comes up on the agenda.

The Chairperson may limit the total amount of time allocated for public discussion on particular issues and/or the time allocated for each individual speaker.

### **Section 8. Non-Agenda Items**

Matters brought before the PAC at a regular meeting which were not placed on the agenda of the meeting shall not be acted upon by the PAC at that meeting unless action on such matters is permissible pursuant to the Ralph M. Brown Act (Gov.Code 54950 et seq.) Those non-agenda items brought before the PAC which the PAC determines will require PAC consideration and action and where PAC action at that meeting is not so authorized shall be placed on the agenda for the next regular meeting.

### **Section 9. Quorum**

The powers of the PAC shall be vested in the members thereof in office from time to time. Eleven of the PAC members then in office shall constitute a quorum for the purpose of conducting the PAC's business, exercising its powers and for all other purposes, but less than that number may adjourn the meeting from time to time until a quorum is obtained. An affirmative vote by a majority of the members of the PAC present at a regular or special meeting of the PAC at which a quorum is present shall be required for approval of any questions brought before the PAC.

### **Section 10. Unexcused Absences**

If a member shall be absent without the consent of the PAC from three (3) meetings, whether regular or special, within six (6) consecutive calendar months,

such absence shall result in the termination of the membership of the absenting member. A member's absence shall be excused if, prior to the meeting from which said member will be absent, said member notifies the Chairperson of his or her intent to be absent and the reasons therefore; provided, however, that a member shall be entitled to only two (2) excused absences within twelve (12) consecutive calendar months unless otherwise approved by the PAC. A member shall be absent if the member is not present, or excused, 30 minutes after the scheduled starting time of the meeting.

### **Section 11. Order of Business**

All business and matters before the PAC shall be transacted in conformance with Robert's Rules of Order (Newly Revised).

### **Section 12. Minutes (Action)**

Minutes of the PAC shall be prepared in writing by the Secretary. Copies of the minutes of each PAC meeting shall be made available to each member of the PAC and the Agency. Approved minutes shall be filed in the official book of minutes of the PAC.

## **ARTICLE IV - REPRESENTATION BEFORE PUBLIC BODIES**

Any official representations on behalf of the PAC before the Agency, the City Council, or any other public body shall be made by the Chairperson, then Vice-Chairperson in the Chairperson's absence or a member of the PAC specifically so designated by the Chairperson.

## **ARTICLE V - COMMITTEES**

The PAC may establish any standing committees and special committees as it deems necessary.

An executive Steering Committee, consisting of the PAC officers and the Chair of each standing committee, shall meet from time to time to provide the PAC with general advice and direction.



## **ARTICLE VI - AMENDMENTS**

These Bylaws may be amended upon an affirmative vote by a majority of the members of the PAC present at a regular or special meeting of the PAC at which a quorum is present, but no such amendment shall be adopted unless at least seven (7) days written notice thereof has previously been given to all members of the PAC. Notice of the amendment shall identify the section or sections of these Bylaws proposed to be amended. The Agency shall be notified of any amendments to these Bylaws.